



LPA-73.57
(04/08)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

CERTIFICATE OF CORRECTION
FOR A FOREIGN LIMITED PARTNERSHIP

The undersigned, on behalf of the foreign limited partnership set forth below, pursuant to Title 50, Chapter 2.1 of the Code of Virginia, state(s) as follows:

1. The name of the foreign limited partnership, as it appears on the records of the State Corporation Commission, is

_____.

2. The foreign limited partnership's application for registration is corrected or changed as follows:

- A. The name of the limited partnership has been changed to

_____.

- B. If the new name of the limited partnership is not available or does not comply with the requirements of Virginia law, the designated name adopted by the limited partnership for use in Virginia is

_____.

- C. The state or jurisdiction of formation has been changed to _____ and/or the date of formation is corrected to _____.

- D. Each **new** general partner's name; post office address, with the street and number, if any; jurisdiction under whose laws it is incorporated, organized or formed (if a business entity); and assigned SCC ID number, if any, that has been **admitted** are:

| | | | |
|---------------------------|-------------------------|--------------------------------|-------|
| _____ | _____ | _____ | _____ |
| (name of general partner) | (SCC ID #, if assigned) | (jurisdiction of organization) | |
| _____ | _____ | _____ | _____ |
| (number/street) | (city or town) | (state) | (zip) |

Check and complete if applicable:

- ☐ Each of the following **new** general partners is serving, without more, as a general partner of the limited partnership and does not otherwise transact business in Virginia. See §§ 13.1-757, 13.1-1059 and/or 50-73.61 of the Code of Virginia.

- E. The post office address, with the street and number, if any, of the specified office address has been changed to

| | | | |
|-----------------|----------------|---------|-------|
| _____ | _____ | _____ | _____ |
| (number/street) | (city or town) | (state) | (zip) |

- F. The post office address, with the street and number, if any, of the principal office address has been changed to

| | | | |
|-----------------|----------------|---------|-------|
| _____ | _____ | _____ | _____ |
| (number/street) | (city or town) | (state) | (zip) |

- G. Each general partner's name; post office address, with the street and number, if any; jurisdiction under whose laws it is incorporated, organized or formed (if a business entity); and assigned SCC ID number, if any, that has **withdrawn** are:

| | | | |
|---------------------------|-------------------------|--------------------------------|-------|
| _____ | _____ | _____ | _____ |
| (name of general partner) | (SCC ID #, if assigned) | (jurisdiction of organization) | |
| _____ | _____ | _____ | _____ |
| (number/street) | (city or town) | (state) | (zip) |

- H. Any other corrections or changes to matters stated or described in the application for registration:

The undersigned general partner of the limited partnership declares that the foregoing is true to the best of his/her knowledge, information and belief.

(signature)

(date)

(printed name and title)

(telephone number (optional))

(limited partnership's SCC ID No.)

PRIVACY ADVISORY: Information such as social security number, date of birth, maiden name, or financial institution account numbers is NOT required to be included in business entity documents filed with the Office of the Clerk of the Commission. Any information provided on these documents is subject to public viewing.

SEE INSTRUCTIONS ON THE REVERSE

INSTRUCTIONS TO FORM LPA-73.57

Note: This form is for correcting or changing a foreign limited partnership's application for registration previously filed pursuant to § 50-73.54 of the Code of Virginia.

The certificate must be in the English language, typewritten or printed in black on white, opaque paper 8 1/2" by 11" in size, legible and reproducible, and free of visible watermarks and background logos. A minimum of 1" must be provided on the left, top and bottom margins and 1/2" on the right margin. Use only one side of a page.

Additional provisions may be added to suit the needs of the limited partnership, and, if so, a Certificate of Correction can be drafted using this form as a guide. You can download this form from our website at www.scc.virginia.gov/clk/formfee.aspx.

The address of the specified office and the principal office must include a street address. A rural route and box number may only be used if no street address is associated with the specified office or principal office's location. See § 50-73.54 of the Code of Virginia.

This certificate must be signed in the name of the limited partnership by at least one general partner. See § 50-73.57 of the Code of Virginia. Each person signing this certificate must set forth his or her printed name next to or beneath his or her signature. A person signing on behalf of a general partner that is a business entity should set forth the business entity's name, his or her printed name, and the capacity in which he or she is signing on behalf of the business entity. Any person may sign a certificate by an attorney-in-fact. See § 50-73.15 B of the Code of Virginia. **As provided in § 50-73.15 C of the Code of Virginia, the execution of a certificate by a general partner constitutes an affirmation under the penalties of perjury that the facts stated therein are true.**

This certificate may not be filed with the Commission by a limited partnership until all fees and penalties to be collected by the Commission under Virginia's Revised Uniform Limited Partnership Act have been paid by or on behalf of the limited partnership; provided, however, that an assessed annual registration fee does not have to be paid if this certificate is **filed** on or before the due date of the annual registration fee payment. See § 50-73.70 of the Code of Virginia.

IMPORTANT: The certificate must be submitted to the Clerk of the Commission **with a certified or otherwise authenticated copy of the limited partnership's document**, if any, effecting the correction or change, filed in the foreign limited partnership's state or other jurisdiction of formation, **authenticated within the past 12 months under the original signature and seal of the Secretary of State** or official having custody of limited partnership records in the state or other jurisdiction under whose law it is formed. The certificate of the Secretary of State or other public official having custody of the limited partnership records **must indicate that the document attached is a "true and correct copy" of the official records, or words to that effect.** A Certificate of Existence/Fact/Good Standing is **not** acceptable. See § 50-73.57 of the Code of Virginia.

Submit the original, signed certificate **and** the certified copy of the limited partnership's document effecting the correction or change to the Clerk of the State Corporation Commission, P.O. Box 1197, Richmond, Virginia 23218-1197, (Street address: 1300 East Main Street, Tyler Building, 1st floor, Richmond, Virginia 23219), along with a check for the filing fee in the amount of **\$25.00**, payable to the State Corporation Commission. **PLEASE DO NOT SEND CASH.** If you have any questions, please call (804) 371-9733 or toll-free in Virginia, (866) 722-2551.

NOTE

The registered office and/or registered agent cannot be changed by filing a certificate of correction. This change must be accomplished by filing a statement of change of a registered office and/or registered agent on form LPA-73.5. This form can be requested by contacting the Clerk's Office of the State Corporation Commission at the telephone numbers shown above or at www.scc.virginia.gov/clk/ElectronicFormRequest.aspx.